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**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

SHARAGANO HOLDINGS, INC.,

Plaintiff,

v.

JMB APPAREL DESIGNER GROUP, INC.,

Defendant.

Civ. Action No. 07 CV 6244

**DECLARATION OF MEAGAN A. ZAPOTOCKY IN SUPPORT OF
PLAINTIFF'S APPLICATION FOR A PRELIMINARY INJUNCTION**

Meagan A. Zapotocky, an attorney duly admitted to practice law in the State of New York, makes the following declaration, pursuant to 28 U.S.C. § 1746 and Local Civil Rule 6.1, under penalty of perjury:

1. I am associated with the firm of Wachtel & Masysr, LLP, attorneys for plaintiff Sharagano Holdings, Inc. ("Sharagano"). I am fully conversant with the facts and circumstances set forth herein.

2. I submit this declaration in support of Sharagano's application for an Order requiring defendant JMB Apparel Designer Group, Inc. ("JMB") to appear before this Court, at a time designated in the Order, and to show cause why this Court should not issue a preliminary injunction, pending final resolution of this action, enjoining and restraining the Defendant from:

(a) using the SHARAGANO Trademark, or any combination or colorable imitations thereof, including the name SHARAGANO ATELIER; (b) engaging in any act calculated or likely to cause confusion or mistake, or to deceive anyone into believing that Defendant's goods, services or materials are related to Plaintiff's goods, services or materials, or that there is any affiliation or connection between Plaintiff and Defendant; and (c) using any designation which would cause the dilution of the distinctive quality of Plaintiff's Trademark, including the designation SHARAGANO ATELIER.

3. The papers filed in support of Plaintiff's application for a preliminary injunction demonstrate that, despite being ordered to cease and desist, Defendant has infringed, and continues to infringe, upon Plaintiff's "SHARAGANO" trademark, a valid United States Trademark Registration No. 2727098 (the "Trademark") and, as a result, has caused great and irreparable damage and harm to plaintiff.

4. Plaintiff is moving by order to show cause because Defendant's conduct is causing Plaintiff ongoing, immediate and irreparable injury for the reasons described in Plaintiff's moving papers.

5. I have notified counsel for JMB, Joseph A. Vogel, that Sharagano is filing its application for a preliminary injunction with the Court on Friday morning, July 5, 2007.

6. No previous application for an order to show cause for the relief requested herein has been made.

7. WHEREFORE, declarant respectfully requests that the Court issue an Order requiring defendant JMB to appear before the Court, at a time designated in the Order, then and there to show cause why the Court should not issue the preliminary injunction relief described above.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 5, 2007

/s/
Meagan A. Zapotocky (MZ 8505)